

(7887/83648)

DECLARATION AND POWER OF ATTORNEY

We, Clive P. Honberger, Matt Ream, and Daniel Donato, hereby declare and say that:

1. We believe that we are the original, first, and joint inventors of the subject matter that is described and claimed in a patent application that is entitled "METHOD AND APPARATUS FOR ASSOCIATING ON DEMAND CERTAIN SELECTED MEDIA AND VALUE-ADDING ELEMENTS," that was assigned Ser. No. 09/969,114, that was filed on October 1, 2001, and that includes claims 1-172. We hereby state that we are citizens of the United States.

I, Clive P. Honberger, state that my residence and P.O. address are as follows:
630 Vernon Avenue, Apt. 5, Glencoe, Illinois 60022.

I, Matthew R. Ream, state that my residence and P.O. address are as follows:
505 Seville Ave., Naperville, Illinois 60565.

I, Daniel F. Donato, state that my residence and P.O. address are as follows:
912 Stratford Lane, Mundelein, Illinois 60060.

2. We have reviewed and understand the contents of the above-identified specification, including claims 1-172.

3. We acknowledge the duty to disclose information known to be material to patentability of this application in accordance with Title 37, Code of Federal Regulations, §1.56(a).

4. We hereby appoint the following attorneys, with full power of substitution and revocation, to prosecute this application and to transact all business in the United States Patent and Trademark Office connected therewith: A. Sidney Katz, Reg. No. 24,003; Richard L. Wood, Reg. No. 22,839; Jerald B. Schnayer, Reg. No. 28,903; Eric C. Cohen, Reg. No. 27,429; Joseph R. Marcus, Reg. No. 25,060; Gerald S. Schur, Reg. No. 22,053; Gerald T. Shekleton, Reg. No. 27,466; James A. Scheer, Reg. No. 29,434; Daniel R. Cherry, Reg. No. 29,054; Edward P. Gameon, Reg. No. 29,381; Kathleen A. Rheintgen, Reg. No. 34,044; Thomas W. Tolpin, Reg. No. 27,600; Jon P. Christensen, Reg. No. 34,137; Eric D. Cohen, Reg. No. 38,110; Walter J. Kawula, Jr., Reg. No. 39,724; Philip D. Segrest, Jr., Reg. No. 39,021; Mitchell J. Weinstein, Reg. No. 37,963; Leonard Friedman, Reg. No. 37,135; Steven E. Feldman, Reg. No. 40,604; and Jeffrey W. Salmon, Reg. No. 37,435.

5. We hereby request that all correspondence and telephone calls be directed to Jeffroy W. Salmon, Esq., Welsh & Katz, Ltd., 120 South Riverside Plaza, 22nd Floor, Chicago, Illinois 60606, Telephone No. (312) 655-1500, Facsimile No. (312) 655-1501.

6. We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Clive P. Honberger
Clive P. Honberger

Matthew R. Ream
Matthew R. Ream

Daniel Donato
Daniel Donato

25 Oct 2001

Date

10-25-01

Date

25 OCT 01

Date